

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

The Bank of New York Mellon, solely in its  
capacity as Trustee for the TV Azteca, S.A.B. de C.V.  
8.25% Senior Notes Due 2024,

Plaintiff,

v.

TV Azteca, S.A.B. de C.V.; Administradora Grupo TVA,  
S.A. de C.V.; Alta Empresa, S.A. de C.V.; Asesoría  
Especializada En Aviación, S.A. de C.V.; Atlético Morelia,  
S.A. de C.V.; Azteca Conecta Producciones, S.A. de C.V.;  
Azteca Novelas, S.A.P.I. de C.V.; Azteca Records, S.A. de  
C.V.; Azteca Telecasting, S. de R.L. de C.V.; Azteca Web,  
S.A. de C.V.; Club De Fútbol Rojinegros, S.A. de C.V.;  
Comerciacom, S.A. de C.V.; Estudios Azteca, S.A. de  
C.V.; Finbor México, S.A. de C.V.; Ganador Azteca,  
S.A.P.I. de C.V.; Grupo TV Azteca, S.A. de C.V.;  
Inversora Mexicana De Producción, S.A. de C.V.;  
Operadora Mexicana De Televisión, S.A. de C.V.;  
Organización De Torneos y Eventos Deportivos, S.A. de  
C.V.; Producciones Azteca Digital, S.A. de C.V.;  
Producciones Especializadas, S.A. de C.V.; Productora De  
Televisión Regional De Tv Azteca, S.A. de C.V.;  
Profesionales y Administrativos en Servicios Inmobiliarios,  
S.A. de C.V.; Promotora de Fútbol Rojinegros, S.A. de  
C.V.; Promotora de Fútbol Morelia, S.A. de C.V.;  
Publicidad Especializada en Medios de Comunicación de  
TV Azteca, S.A. de C.V.; S.C.I. de México, S.A. de C.V.;  
Servicios Aéreos Noticiosos, S.A. de C.V.; Servicios  
Especializados Taz, S.A. de C.V.; Servicios y  
Mantenimiento del Futuro en Televisión, S.A. de C.V.;  
Televisión Azteca, S.A. de C.V.; TV Azteca  
Comercializadora, S.A. de C.V.; Corporación de Asesoría  
Técnica y de Producción, S.A. de C.V.; Comercializadora  
De Publicidad Azteca, S.A. de C.V.; Comercializadora en  
Medios de Comunicación de TV Azteca, S.A. de C.V.;  
Editorial Mandarina, S.A. de C.V.; Multimedia,  
Espectáculos y Atracciones, S.A. de C.V.; Red Azteca  
Internacional, S.A. de C.V.; Servicios Foráneos de  
Administración, S.A. de C.V.; Servicios Locales De  
Producción, S.A. de C.V.; Agencia Azteca, Inc.; Azteca  
America TV Spot Sales; Azteca International Corporation;

No. 1:22-cv-08164

Azteca Stations, LLC; Stations Group, LLC; SCTV, Inc.; Kaza Azteca America Inc.; Southern California TV LLC; Fundacion Azteca America, LLC; TV Azteca Honduras, S.A. de C.V.; Comercializadora de Televisión de Honduras, S.A. de C.V.; Incotel S.A.; TVA Guatemala S.A.; Lasimex, S.A. de C.V.; TV Azteca Global, S.L.U.; Azteca Comunicaciones Perú, S.A.C.; Redes Opticas, S.A.C.; and Televisora del Valle de México, S.A. de C.V.,

Defendants.

**Declaration of Shane D. Avidan**

SHANE D. AVIDAN declares pursuant to 28 U.S.C. § 1746:

1. I am an attorney with the law firm Paul, Weiss, Rifkind, Wharton & Garrison LLP, counsel for Defendants. I respectfully submit this Declaration in support of Defendants' Opposition to Plaintiff's Motion for Summary Judgment in Lieu of Complaint and Defendants' Motion to Compel Plaintiff to File a Complaint.
2. **Exhibit 1** is a translation of the minutes of the General Extraordinary Shareholders' Meeting of TV Azteca, S.A.B. de C.V., dated December 23, 2021.
3. **Exhibit 2** is a copy of a Certificate of Merger for Azteca Stations, LLC filed with the Delaware Secretary of State.
4. **Exhibit 3** is a copy of a Certificate of Ownership and a Certificate of Merger for Agencia Azteca, Inc. filed with the California Secretary of State.
5. **Exhibit 4** is a copy of a Certificate of Merger for SCTV, Inc. filed with the Delaware Secretary of State.
6. **Exhibit 5** is a copy of a Certificate of Merger for KAZA Azteca America, Inc. filed with the Delaware Secretary of State.
7. **Exhibit 6** is a copy of a Certificate of Merger for Azteca America TV Spot Sales, LLC filed with the Delaware Secretary of State.

8. **Exhibit 7** is a copy of a Certificate of Merger for Fundacion Azteca America, LLC filed with the Delaware Secretary of State.

9. **Exhibit 8** is a copy of a Certificate of Merger for Southern California TV LLC filed with the Delaware Secretary of State.

10. **Exhibit 9** is a translation of a Club de Futbol Rojinegros, S.A. de C.V. shareholder resolution dated June 30, 2019.

Dated: September 30, 2022

A handwritten signature in black ink, appearing to read 'Shane D. Avidan', is written over a horizontal line.

Shane D. Avidan